

Craig Friemel
Senior Vice President



January 10, 1996

RECORDATION NO. 17164-E + F
JAN 24 1996 10:40 AM
WASHINGTON COMMERCE COMMISSION

Secretary, Interstate Commerce Commission
12th and Constitution Avenue NW
Room 2303
Washington, D. C. 20423

Dear Secretary:

I have enclosed an original and one counterpart of the document described below, to be recorded pursuant to Section of Title 49 of the United States Code.

This document is a Release of Security Agreement and Collateral Assignment of Lease Agreement, a secondary document, dated the 10th day of January, 1996.

The primary documents to which this secondary document is connected is recorded under Recordation No. 17004 and 17164-A and Recordation No. 17164-B.

The names and addresses of the parties to the documents are as follows:

Assignor/Debtor: I T G, Inc.
106 North Main, Suite 200
P. O. Box 1777
Victoria, TX 77902-1777

Assignee/Secured Party: First Victoria National Bank
101 South Main Street
P. O. Box 1338
Victoria, TX 77902-1338

A description of the equipment covered by the documents is as follows: Forty (40) HK H330 class, 108 - ton railway cars.

A fee of \$63.00 is enclosed. Please return the original and any extra copies not needed by the commission for recordation to Craig Friemel at First Victoria National Bank, P. O. Box 1338, Victoria, TX 77902-1338.

One DeLeon Plaza
P.O. Box 1338
Victoria, Texas 77902
512/573-6321

Colony Creek Branch
1206 N. John Stockbauer
Victoria, Texas 77901
512/573-1088

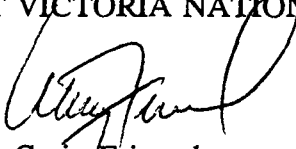
North Branch
7001 N.E. Zac Lentz Pkwy.
Victoria, Texas 77904
512/573-1993

Secretary, Interstate Commerce Commission
Page 2
January 10, 1996

A short summary of the document to appear in the index follows: Release of Security Agreement and Collateral Assignment of Lease Agreement dated January 10, 1996, covering Railroad Car Lease Agreement between I T G, Inc. and Consolidated Rail Corporation, dated December 24, 1990, covering forty (40) HK H330 class, 108-ton capacity railway cars, initial numbers ITGX 9120 - 9159.

Very truly yours,


FIRST VICTORIA NATIONAL BANK

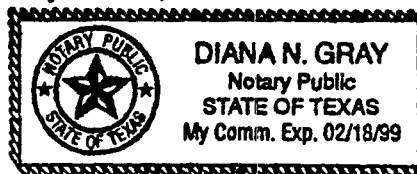

BY: Craig Friemel
Senior Vice President

THE STATE OF TEXAS §

COUNTY OF VICTORIA §

This instrument was acknowledged before me on January 10, 1996, by Craig Friemel, Senior Vice President of First Victoria National Bank, on behalf of said corporation.


Notary Public, State of Texas



RECORDATION NO. 17164-F
FILED 1996

RELEASE OF SECURITY AGREEMENT AND
COLLATERAL ASSIGNMENT OF LEASE AGREEMENT
INTERSTATE COMMERCE COMMISSION

JAN 27 1996 - 10 40 AM

The undersigned, being the present owner and holder of the indebtedness secured by that certain Security Agreement dated September 10, 1990 and December 24, 1990, between I T G, Inc. (as "Debtor"), which has the address of 106 North Main Street, Suite 200, P. O. Box 1777, Victoria, TX 77901, and First Victoria National Bank (as "Secured Party") , which has the address of 101 South Main Street, Victoria, TX 77901, which Security Agreement was filed for record with the Secretary of the Interstate Commerce Commission on September 14, 1990 and January 2, 1991, under Recordation No. 17004 and 17164-A, and by the Collateral Assignment of Lease Agreement dated December 24, 1990 which was filed for record with the Secretary of the Interstate Commerce Commission on February 4, 1991 under Recordation No. 17164-B, in consideration of the full and final payment of such indebtedness, has released and by these presents does release the above referenced Security Agreement and Collateral Assignment of Lease Agreement covering the railroad cars described on the attached Exhibit A and Exhibit A-1 all security interests and liens created thereby and declares such security interests and liens to be fully discharged and of no further force or effect.

SIGNED this the 10th day of January, 1996.

FIRST VICTORIA NATIONAL BANK

ATTEST:

Kenneth Vickers
Kenneth Vickers
Executive Vice President and
Chief Lending Officer

BY Craig Friemel
Craig Friemel
ITS Senior Vice President

STATE OF TEXAS §
COUNTY OF VICTORIA §

This instrument was acknowledged before me on January 1, 1996, by Craig Friemel, as Senior Vice President of First Victoria National Bank, on behalf of said corporation.

Diana N. Gray
Notary Public, State of Texas

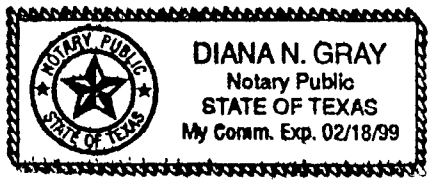


EXHIBIT A

Car Initial Numbers:	9120 - 9159
Car Owner Marks:	ITGX
Class of Car:	HK H330
Number of Cars:	Forty (40)

The above numbers are to be assigned following the execution of this security agreement. Current numbers of these cars are among those listed on the attached "Exhibit A-1". It is the intention of the parties to create and grant a security interest to secured party in all of the cars described on "Exhibit A-1", notwithstanding anything else in this agreement.

"EXHIBIT A-1"

One hundred and sixty (160) one hundred-ton class aluminum open hopper cars which prior to the sale were numbered respectively as follows:

DOWX 84001 - 84004	DOWX 84006 - 84007
DOWX 84009 - 84010	DOWX 84012 - 84017
DOWX 84019	DOWX 84021 - 84023
DOWX 84025	DOWX 84027 - 84030
DOWX 84033 - 84035	DOWX 84037 - 84038
DOWX 84043	DOWX 84045 - 84055
DOWX 84058	DOWX 84061 - 84062
DOWX 84065	DOWX 84067 - 84075
DOWX 84078 - 84080	DOWX 84082 - 84085
DOWX 84087	DOWX 84089 - 84094
DOWX 84096 - 84097	DOWX 84099 - 84103
DOWX 84105 - 84110	DOWX 84112 - 84113
DOWX 84116 - 84118	DOWX 84120 - 84122
DOWX 84124 - 84132	DOWX 84136 - 84137
DOWX 84140	DOWX 84142
DOWX 84144 - 84147	DOWX 84149
DOWX 84151	DOWX 84153 - 84162
DOWX 84164 - 84166	DOWX 84171 - 84175
DOWX 84177 - 84184	DOWX 84186 - 84187
DOWX 84189	DOWX 84191 - 84194
DOWX 84196	DOWX 84198 - 84199
DOWX 84201 - 84213	DOWX 84216
DOWX 84218 - 84220	